

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
Richmond Division**

In re:

CIRCUIT CITY STORES, INC.,  
et al.,

Debtors.<sup>1</sup>

X  
: Chapter 11  
:  
: Case No. 08-35653 (KRH)  
:  
:  
: Jointly Administered  
:  
:  
X

**AFFIDAVIT OF SERVICE**

I, Isidro N. Panizales, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants LLC, the Court appointed claims and noticing agent for the Debtors in the above-captioned cases.

On March 3, 2009, copies of the following documents were served via electronic mail upon the parties set forth on the service lists attached hereto as **Exhibit A**, facsimile upon the parties set forth on the service lists attached hereto as **Exhibit B**, and overnight mail upon the parties set forth on the service lists attached hereto as **Exhibit C**:

1. Notice of Sale of Excluded Defective Inventory to Hyper Microsystems Inc. (Docket No. 2361)
2. Notice of Bids Received Regarding March Leases (Docket No. 2403)
3. Notice of Rejection of Unexpired Leases and Abandonment of Personal Property (Locations Identified on Exhibit A) (Docket No. 2408)

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<sup>1</sup> The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courchevel, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City Stores West Coast, Inc. is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

On March 3, 2009, copies of the following document were served via electronic mail upon the parties set forth on the service list attached hereto as **Exhibit D**:

1. Notice of Sale of Excluded Defective Inventory to Hyper Microsystems Inc. (Docket No. 2361)

On March 3, 2009, copies of the following document were served via electronic mail and facsimile upon the parties set forth on the service lists attached hereto as **Exhibit E**:

1. Notice of Rejection of Unexpired Leases and Abandonment of Personal Property (Locations Identified on Exhibit A) (Docket No. 2408)

On March 3, 2009, copies of the following document (attached hereto as **Exhibit F**) were served via electronic mail and facsimile upon the party set forth on the service list attached hereto as **Exhibit G**.

On March 3, 2009, copies of the following document (attached hereto as **Exhibit H**) were served via electronic mail upon the party set forth on the service list attached hereto as **Exhibit I**, and via overnight mail on the party set forth on the service list attached hereto as **Exhibit J**.

On March 3, 2009, copies of the following document (attached hereto as **Exhibit K**) were served via electronic mail upon the party set forth on the service list attached hereto as **Exhibit L**, and via facsimile on the party set forth on the service list attached hereto as **Exhibit M**.

On March 3, 2009, copies of the following document (attached hereto as **Exhibit N**) were served via overnight mail upon the party set forth on the service list attached hereto as **Exhibit O**.

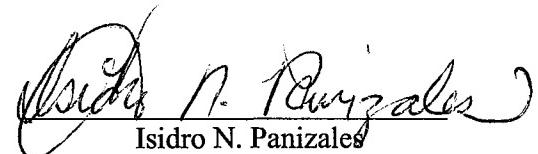
On March 3, 2009, copies of the following document (attached hereto as Exhibit P) were served via electronic mail upon the parties set forth on the service list attached hereto as Exhibit Q, and via facsimile on the parties set forth on the service list attached hereto as Exhibit R.

On March 3, 2009, copies of the following document (attached hereto as Exhibit S) were served via electronic mail and facsimile upon the party set forth on the service list attached hereto as Exhibit T.

On March 3, 2009, copies of the following document (attached hereto as Exhibit U) were served via electronic mail and facsimile upon the parties set forth on the service list attached hereto as Exhibit V, and via overnight mail on the party set forth on the service list attached hereto as Exhibit W.

On March 3, 2009, copies of the following document (attached hereto as Exhibit X) were served via electronic mail upon the party set forth on the service list attached hereto as Exhibit Y, and via overnight mail on the party set forth on the service list attached hereto as Exhibit Z.

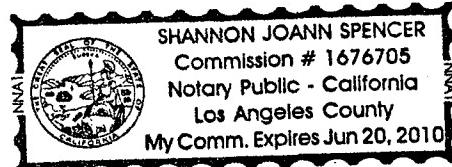
Dated: March 23, 2009



Isidro N. Panizales

State of California, County of Los Angeles  
Subscribed and sworn to (or affirmed) before me on this 23<sup>rd</sup> day of March, 2009, by Isidro N. Panizales, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: 



## EXHIBIT A

Circuit City Stores, Inc.  
Core Service List

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Circuit City Stores, Inc.

Rule 2002 List

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Circuit City Stores, Inc.

Rule 2002 List

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Circuit City Stores, Inc.

Rule 2002 List

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Circuit City Stores, Inc.

Rule 2002 List

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SECURITIES & EXCHANGE COMMISSION	ATTN: BANKRUPTCY UNIT	100 F ST NE			WASHINGTON	DC	20020	202-772-9293
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Circuit City Stores, Inc.  
Core Service List

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Griffith McCague & Wallace PC	Judy Gawlowski	200 Allegheny Center Mall		Pittsburgh	PA	15212
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CHICO CROSSROADS LP	JENNIFER JIMENEZ LEASE ADMINISTRATION	5168699001
CFH REALTY III SUNSET VALLEY LP	C O KIMCO REALTY CORP	5168699001
KIR PIERS 716 LLC		5168697118
VALLEY VIEW SC LLC	BRUCE KAUDERER VICE PRESIDENT	5168697118

COMPANY	CONTACT NAME	FAX
SAUGUS PLAZA ASSOCIATES	STEVEN KAUFMAN	5165697528
MARKET HEIGHTS LTD		5123203101
SOUTHHAVEN CENTER II LLC	ATTENTION GENERAL MANAGER	5016662115
TANURB BURNSVILLE LP	THOMAS R EHRLICH	4169479820
DANIEL G KAMIN MCALLEN LLC	DANIEL KAMIN	4126618160
CP VENTURE TWO LLC	PAMELA F ROPER ASSOCIATE GENERAL COUNSEL	4044071811
CARLYLE CYPRESS TUSCALOOSA I LLC	ATTN DIRECTOR OF ASSET MANAGEMENT	4042312280
GARDEN CITY CENTER	ATTN GENERAL MANAGER	4019428240
HUNTINGTON MALL COMPANY	ATTN LEGAL DEPARTME	3307432902
ST LOUIS MILLS LP		3176857301
W&S ASSOCIATES LP	DAVID SIMON	3176857270
BRIANTREE PROPERTY ASSOC LIMITED PARTNERSHIP	CINDY PARRISH	3176857222
CONCORD MILLS LIMITED PARTNERSHIP	CINDY PARRISH	3176857222
INTERNATIONAL SPEEDWAY SQUARE LTD	KATHY ALL	3175775605
BL NTV I LLC	ATTN BETH ARNOLD	3154763408
SANGERTOWN SQUARE LLC	JAMES TUOZZOLO	3154225269
NeCROSGATES COMMONS NEWCO LLC		3154223887
PARKS AT ARLINGTON LP	Additional Fax	3129605991
DEERBROOK ANCHOR ACQUISITION LLC	JUSTIN ROCHE MALL MANAGER	3129605475

COMPANY	CONTACT NAME	FAX
1251 FOURTH STREET INVESTORS LLC		3108241204
WHEATON PLAZA REGIONAL SHOPPING CENTER	ATTN OFFICE OF LEGA	3104788776
PALM SPRINGS MILE ASSOCIATES LTD		3058210921
KENDALL 77 LTD		3052738771
TSA STORES INC	ATTN GENERAL COUNS	3038632243
CC SPRINGS LLC	MICHAEL C BULLOCK	3037714758
BOND CIRCUIT V DELAWARE BUSINESS TRUST		3026518882
BOND CIRCUIT XI DELAWARE BUSINESS TRUST	JENNIFER A LUCE FINANCIAL SERVICES	3026364140
CONGRESSIONAL NORTH ASSOCIATES LIMITED PARTNERSHIP	DIRECTOR PROPERTY MG ALEX DIAZ	3016921901
DDR SOUTHEAST DOTHAN OUTPARCEL LLC	DEBRA CORBO PROPERTY MANAGER	2167553455
BG WALKER LLC		2167551500
DDR MDT GRANDVILLE MARKETPLACE LLC		2167551500
COMMUNITY CENTERS ONE LLC	DIRECTOR OF OPERATIO	2167551500
DDRTC T&C LLC		2167551500
DDRTC SYCAMORE COMMONS LLC	ATTN EXECUTIVE VICE PRESIDENT	2167551500
DDR MDT UNION CONSUMER SQUARE LLC		2167551500
DDR 1ST CAROLINA CROSSINGS SOUTH LLC	C O DEVELOPERS DIVERSIFIED REALTY CORPORATION	2167551500

COMPANY	CONTACT NAME	FAX
DDR SOUTHEAST UNION LLC	ATTN EXECUTIVE VICE PRESIDENT	2167551500
DDR MDT MONACA TOWNSHIP MARKETPLACE LLC	ATTN EXECUTIVE VICE PRESIDENT	2167551500
DEVELOPERS DIVERSIFIED REALTY CORPORATION		2167551500
DDR HORSEHEADS LLC	ATTN EXECUTIVE VICE PRESIDENT	2157551888
TOWN SQUARE PLAZA	C O GRUBB & ELLIS MANAGEMENT SERVICES INC	2134880819
EXCEL WESTMINSTER MARKETPLACE INC	DANIEL DORNFELD LEA DOUGLAS MILLER	2128694944
HK NEW PLAN EPR PROPERTY HOLDINGS LLC		2128693989
FRIEDLAND LAWRENCE AND MELVIN		2127441989
1965 RETAIL LLC	ATTN CHIEF FINANCIAL OFFICER	2125951831
GREEN 521 5TH AVENUE LLC	ATTN NEIL KESSNER	2122161786
INLAND WESTERN AUSTIN SOUTHPARK MEADOWS II LTD PARTNERSHIP	BRUCE SPENCER PROPERTY MGR	2103411169
BOISE TOWNE PLAZA LLC		2083784933
AIG BAKER DEPTFORD LLC	ATTN ASSET MANAGEMENT	2059691051
MILFORD CROSSING INVESTORS LLC		2032564001
ALEXANDER'S OF REGO PARK CENTER INC		2015870600
AMHERST INDUSTRIES INC	CHIEF FINANCIAL OFFI VP REAL ESTATE &	2015870600

COMPANY	CONTACT NAME	FAX
GREEN ACRES MALL LLC	ATTN VICE PRESIDENT REAL ESTATE	2015870600
TOWSON VF LLC	ATTN; VICE PRESIDENT OF REAL ESTATE	2015870600
BOND CIRCUIT VIII DELAWARE BUSINESS TRUST		2013252237
BARNES AND POWERS NORTH LLC	ATTN CHRIS JENKINS	7196330545
INLAND WESTERN HOUma MAGNOLIA LLC		6306457230
INLAND WESTERN SAN ANTONIO HQ LTD PARNERSHIP		6306457230

## **EXHIBIT F**

Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,  
LLP  
One Rodney Square  
PO Box 636  
Wilmington, Delaware 19899-0636  
(302) 651-3000

Dion W. Hayes (VSB No. 34304)  
Douglas M. Foley (VSB No. 34364)  
MCGUIREWOODS LLP  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

- and -

Chris L. Dickerson, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,  
LLP  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

Counsel to the Debtors and Debtors in  
Possession

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

----- x  
:  
In re: : Chapter 11  
:  
CIRCUIT CITY STORES, INC., : Case No. 08-35653-KRH  
et al., :  
:  
Debtors.<sup>1</sup> : Jointly Administered  
:  
: Hrg. Date: March 13, 2009 at  
: 10:00 a.m. (ET)  
:  
: Obj. Due: March 12, 2009 at  
: 5:00 p.m. (ET)  
----- x

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<sup>1</sup> The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courcheval, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City Stores West Coast, Inc. is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

**NOTICE TO COUNTERPARTIES TO LEASES THAT THE DEBTORS HAVE  
IDENTIFIED A POTENTIAL PURCHASER OF UNEXPIRED NONRESIDENTIAL REAL  
PROPERTY LEASE**

PLEASE TAKE NOTICE that pursuant to the bidding procedures (the "Bidding Procedures")<sup>2</sup> approved by the Bankruptcy Court for the Eastern District of Virginia (the "Bankruptcy Court") in the Order Under Bankruptcy Code Sections 105, 363, And 365 (I) Approving Bidding And Auction Procedures For Sale Of Unexpired Nonresidential Real Property Leases, (II) Setting Sale Hearing Date And (III) Authorizing And Approving (A) Sale Of Certain Unexpired Nonresidential Real Property Leases Free And Clear Of All Interests, (B) Assumption And Assignment Of Certain Unexpired Nonresidential Real Property Leases And (C) Lease Rejection Procedures (the "Bidding And Rejection Procedures Order") (Docket No. 2242) entered on February 19, 2009, the debtors and debtors in possession in the above captioned cases (collectively, the "Debtors") have identified P.C. Richard & Son, Inc. as a potential purchaser (a "Potential Purchaser") of the lease referred to as location 3692, Bricktown (the "Lease").

PLEASE TAKE FURTHER NOTICE pursuant to the Bidding Procedures, the Lease to which you are a counterparty will be assumed and assigned to the Potential Purchaser if the sale is successful and approved by the Bankruptcy Court at the sale hearing to be held on **March 13, 2009 at 10:00 a.m. (Eastern)** (the "Sale Hearing") in the United States Bankruptcy Court for the Eastern District of Virginia, 701 East Broad Street, Room 5000, Richmond, VA 23219.

PLEASE TAKE FURTHER NOTICE that if more than one party has been identified as a Potential Purchaser, such parties may participate in an auction for the interest in the Lease at **10:00 a.m. (Eastern) on March 10, 2009** at the offices of Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, New York 10036 or such later time or other place as the Debtors shall determine.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the assumption and assignment of a Lease to a Potential Purchaser, who may ultimately become the Successful Bidder, must (a) be in writing, (b) state with specificity the legal and factual basis

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<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Bidding Procedures.

for such objection, (c) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Eastern District of Virginia, and the Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management, and Administrative Procedures (Docket No. 0130) (the "Case Management Order"), (d) be filed with Bankruptcy Court and (e) served in accordance with the Case Management Order so as to be **received** on or before **March 12, 2009 at 5:00 p.m. (Eastern)**.

PLEASE TAKE FURTHER NOTICE that if an objection to the assumption and assignment of the Lease is timely filed and served in accordance with the procedures above, a hearing with respect to the objection will be held before the Honorable Kevin R. Huennekens, United States Bankruptcy Judge for the Eastern District of Virginia at the Bankruptcy Court, 701 East Broad Street, Room 5000, Richmond, VA 23219, at the Sale Hearing or such other date and time as the Court may schedule. Only objections conforming to the requirements set forth herein and timely filed and received will be considered by the Bankruptcy Court at such hearing.

PLEASE TAKE FURTHER NOTICE that if no objection is timely filed and received with regard to the Lease, the non-Debtor counterparty to the Lease will be deemed to have consented to the assumption and assignment of the Lease to a Potential Purchaser that is selected as the Successful Bidder and will be forever barred from asserting any other claims as to such Lease, including, but not limited to, the propriety or effectiveness of the assumption and assignment of the Lease, against the Debtors or the Successful Bidder, or the property of either of them.

PLEASE TAKE FURTHER NOTICE that the Debtors assert that pursuant to 11 U.S.C. § 365, there is adequate assurance that the Proposed Cure Amount set forth on the Cure Schedule to be filed with the Court by 12:00 p.m. (Eastern) on March 5, 2009 will be paid in accordance with the terms of the Sale Order. Further, the Debtors assert that there is adequate assurance of the Potential Purchasers' future performance under the Lease to be assumed and assigned. Adequate Assurance Information, which includes information regarding the financial wherewithal of the Potential Purchaser, will be provided by the Potential Purchaser upon request and evidence of the same will be adduced, if necessary, at the Sale Hearing. Prior to the date of the Closing, the Debtors may revise their decision with respect to the assumption and/or assignment of any Lease and provide a new notice amending the information provided in this notice.

**IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT  
MAY GRANT THE RELIEF DEMANDED BY THE APPLICATION WITHOUT FURTHER  
NOTICE OR HEARING.**

Dated: March 3, 2009

Richmond, Virginia SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM, LLP  
Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
P.O. Box 636  
Wilmington, Delaware 19899-0636  
(302) 651-3000

- and -

SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM, LLP  
Chris L. Dickerson, Esq.  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

- and -

MCGUIREWOODS LLP

/s/ Douglas M. Foley  
Dion W. Hayes (VSB No. 34304)  
Douglas Foley (VSB No. 34364)  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

Counsel for Debtors and Debtors  
in Possession

## **EXHIBIT G**

Circuit City Stores, Inc.  
Special Party

Name	Fax	Email
Brick 70 LLC	(972) 249-1001	<a href="mailto:nndoornheim@arcproperties.com">nndoornheim@arcproperties.com</a>

## **EXHIBIT H**

Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,  
LLP  
One Rodney Square  
PO Box 636  
Wilmington, Delaware 19899-0636  
(302) 651-3000

Dion W. Hayes (VSB No. 34304)  
Douglas M. Foley (VSB No. 34364)  
MCGUIREWOODS LLP  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

- and -

Chris L. Dickerson, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,  
LLP  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

Counsel to the Debtors and Debtors in  
Possession

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

----- x  
:  
In re: : Chapter 11  
:  
CIRCUIT CITY STORES, INC., : Case No. 08-35653-KRH  
et al., :  
:  
Debtors.<sup>1</sup> : Jointly Administered  
:  
: Hrg. Date: March 13, 2009 at  
: 10:00 a.m. (ET)  
:  
: Obj. Due: March 12, 2009 at  
: 5:00 p.m. (ET)  
----- x

---

<sup>1</sup> The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courcheval, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City Stores West Coast, Inc. is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

**NOTICE TO COUNTERPARTIES TO LEASES THAT THE DEBTORS HAVE  
IDENTIFIED A POTENTIAL PURCHASER OF UNEXPIRED NONRESIDENTIAL REAL  
PROPERTY LEASE**

PLEASE TAKE NOTICE that pursuant to the bidding procedures (the "Bidding Procedures")<sup>2</sup> approved by the Bankruptcy Court for the Eastern District of Virginia (the "Bankruptcy Court") in the Order Under Bankruptcy Code Sections 105, 363, And 365 (I) Approving Bidding And Auction Procedures For Sale Of Unexpired Nonresidential Real Property Leases, (II) Setting Sale Hearing Date And (III) Authorizing And Approving (A) Sale Of Certain Unexpired Nonresidential Real Property Leases Free And Clear Of All Interests, (B) Assumption And Assignment Of Certain Unexpired Nonresidential Real Property Leases And (C) Lease Rejection Procedures (the "Bidding And Rejection Procedures Order") (Docket No. 2242) entered on February 19, 2009, the debtors and debtors in possession in the above captioned cases (collectively, the "Debtors") have identified as potential purchasers (i) P.C. Richard & Son, Inc. and (ii) Best Buy Stores, L.P. (each, a "Potential Purchaser,") of the lease referred to as location 3697, Whitestone (the "Lease").

PLEASE TAKE FURTHER NOTICE pursuant to the Bidding Procedures, the Lease to which you are a counterparty will be assumed and assigned to the Potential Purchaser if the sale is successful and approved by the Bankruptcy Court at the sale hearing to be held on **March 13, 2009 at 10:00 a.m. (Eastern)** (the "Sale Hearing") in the United States Bankruptcy Court for the Eastern District of Virginia, 701 East Broad Street, Room 5000, Richmond, VA 23219.

PLEASE TAKE FURTHER NOTICE that if more than one party has been identified as a Potential Purchaser, such parties may participate in an auction for the interest in the Lease at **10:00 a.m. (Eastern) on March 10, 2009** at the offices of Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, New York 10036 or such later time or other place as the Debtors shall determine.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the assumption and assignment of the Lease to a Potential Purchaser, who may ultimately become the Successful Bidder, must

---

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Bidding Procedures.

(a) be in writing, (b) state with specificity the legal and factual basis for such objection, (c) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Eastern District of Virginia, and the Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management, and Administrative Procedures (Docket No. 0130) (the "Case Management Order"), (d) be filed with Bankruptcy Court and (e) served in accordance with the Case Management Order so as to be **received** on or before **March 12, 2009 at 5:00 p.m. (Eastern)**.

PLEASE TAKE FURTHER NOTICE that if an objection to the assumption and assignment of the Lease is timely filed and served in accordance with the procedures above, a hearing with respect to the objection will be held before the Honorable Kevin R. Huennekens, United States Bankruptcy Judge for the Eastern District of Virginia at the Bankruptcy Court, 701 East Broad Street, Room 5000, Richmond, VA 23219, at the Sale Hearing or such other date and time as the Court may schedule. Only objections conforming to the requirements set forth herein and timely filed and received will be considered by the Bankruptcy Court at such hearing.

PLEASE TAKE FURTHER NOTICE that if no objection is timely filed and received with regard to the Lease, the non-Debtor counterparty to the Lease will be deemed to have consented to the assumption and assignment of the Lease to a Potential Purchaser that is selected as the Successful Bidder and will be forever barred from asserting any other claims as to such Lease, including, but not limited to, the propriety or effectiveness of the assumption and assignment of the Lease, against the Debtors or the Successful Bidder, or the property of either of them.

PLEASE TAKE FURTHER NOTICE that the Debtors assert that pursuant to 11 U.S.C. § 365, there is adequate assurance that the Proposed Cure Amount set forth on the Cure Schedule to be filed with the Court by 12:00 p.m. (Eastern) on March 5, 2009 will be paid in accordance with the terms of the Sale Order. Further, the Debtors assert that there is adequate assurance of the Potential Purchasers' future performance under the Lease to be assumed and assigned. Adequate Assurance Information, which includes information regarding the financial wherewithal of Best Buy Stores, L.P., is attached hereto and evidence of the same will be adduced, if necessary, at the Sale Hearing. P.C. Richard & Sons, Inc. will provide Adequate Assurance Information upon request. Prior to the date of the Closing, the Debtors may

revise their decision with respect to the assumption and/or assignment of any Lease and provide a new notice amending the information provided in this notice.

**IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT  
MAY GRANT THE RELIEF DEMANDED BY THE APPLICATION WITHOUT FURTHER  
NOTICE OR HEARING.**

Dated: March 3, 2009

Richmond, Virginia SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM, LLP  
Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
P.O. Box 636  
Wilmington, Delaware 19899-0636  
(302) 651-3000

- and -

SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM, LLP  
Chris L. Dickerson, Esq.  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

- and -

MCGUIREWOODS LLP

/s/ Douglas M. Foley  
Dion W. Hayes (VSB No. 34304)  
Douglas Foley (VSB No. 34364)  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

Counsel for Debtors and Debtors  
in Possession

## **EXHIBIT**

For the purpose of confidentiality, the Exhibit to the Potential Purchaser Notice has been redacted.

## **EXHIBIT I**

Circuit City Stores, Inc.  
Special Party

Email

[kushnickh@gtlaw.com](mailto:kushnickh@gtlaw.com)

## **EXHIBIT J**

Company Name	Notice Name	Address1	Address2	City	State	Zip	Country
WHITESTONE DEV PARTNERS A LP	C O RELATED COMPANIES	& WHITESTONE DEV PARTNERS C LP	60 COLUMBUS CIRCLE 19TH FLOOR	NEW YORK	NY	10023	USA

# **EXHIBIT K**

Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,  
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One Rodney Square  
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Dion W. Hayes (VSB No. 34304)  
Douglas M. Foley (VSB No. 34364)  
MCGUIREWOODS LLP  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

- and -

Chris L. Dickerson, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,  
LLP  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

Counsel to the Debtors and Debtors in  
Possession

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

----- x  
:  
In re: : Chapter 11  
:  
CIRCUIT CITY STORES, INC., : Case No. 08-35653-KRH  
et al., :  
:  
Debtors.<sup>1</sup> : Jointly Administered  
:  
: Hrg. Date: March 13, 2009 at  
: 10:00 a.m. (ET)  
:  
: Obj. Due: March 12, 2009 at  
: 5:00 p.m. (ET)  
----- x

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<sup>1</sup> The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courcheval, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City Stores West Coast, Inc. is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

**NOTICE TO COUNTERPARTIES TO LEASES THAT THE DEBTORS HAVE  
IDENTIFIED A POTENTIAL PURCHASER OF UNEXPIRED NONRESIDENTIAL REAL  
PROPERTY LEASE**

PLEASE TAKE NOTICE that pursuant to the bidding procedures (the "Bidding Procedures")<sup>2</sup> approved by the Bankruptcy Court for the Eastern District of Virginia (the "Bankruptcy Court") in the Order Under Bankruptcy Code Sections 105, 363, And 365 (I) Approving Bidding And Auction Procedures For Sale Of Unexpired Nonresidential Real Property Leases, (II) Setting Sale Hearing Date And (III) Authorizing And Approving (A) Sale Of Certain Unexpired Nonresidential Real Property Leases Free And Clear Of All Interests, (B) Assumption And Assignment Of Certain Unexpired Nonresidential Real Property Leases And (C) Lease Rejection Procedures (the "Bidding And Rejection Procedures Order") (Docket No. 2242) entered on February 19, 2009, the debtors and debtors in possession in the above captioned cases (collectively, the "Debtors") have identified Best Buy Stores, L.P. as a potential purchaser (a "Potential Purchaser") of the lease referred to as location 3679, Union Square (the "Lease").

PLEASE TAKE FURTHER NOTICE pursuant to the Bidding Procedures, the Lease to which you are a counterparty will be assumed and assigned to the Potential Purchaser if the sale is successful and approved by the Bankruptcy Court at the sale hearing to be held on **March 13, 2009 at 10:00 a.m. (Eastern)** (the "Sale Hearing") in the United States Bankruptcy Court for the Eastern District of Virginia, 701 East Broad Street, Room 5000, Richmond, VA 23219.

PLEASE TAKE FURTHER NOTICE that if more than one party has been identified as a Potential Purchaser, such parties may participate in an auction for the interest in the Lease at **10:00 a.m. (Eastern) on March 10, 2009** at the offices of Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, New York 10036 or such later time or other place as the Debtors shall determine.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the assumption and assignment of a Lease to a Potential Purchaser, who may ultimately become the Successful Bidder, must (a) be in writing, (b) state with specificity the legal and factual basis

---

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Bidding Procedures.

for such objection, (c) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Eastern District of Virginia, and the Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management, and Administrative Procedures (Docket No. 0130) (the "Case Management Order"), (d) be filed with Bankruptcy Court and (e) served in accordance with the Case Management Order so as to be **received** on or before **March 12, 2009 at 5:00 p.m. (Eastern)**.

PLEASE TAKE FURTHER NOTICE that if an objection to the assumption and assignment of the Lease is timely filed and served in accordance with the procedures above, a hearing with respect to the objection will be held before the Honorable Kevin R. Huennekens, United States Bankruptcy Judge for the Eastern District of Virginia at the Bankruptcy Court, 701 East Broad Street, Room 5000, Richmond, VA 23219, at the Sale Hearing or such other date and time as the Court may schedule. Only objections conforming to the requirements set forth herein and timely filed and received will be considered by the Bankruptcy Court at such hearing.

PLEASE TAKE FURTHER NOTICE that if no objection is timely filed and received with regard to the Lease, the non-Debtor counterparty to the Lease will be deemed to have consented to the assumption and assignment of the Lease to a Potential Purchaser that is selected as the Successful Bidder and will be forever barred from asserting any other claims as to such Lease, including, but not limited to, the propriety or effectiveness of the assumption and assignment of the Lease, against the Debtors or the Successful Bidder, or the property of either of them.

PLEASE TAKE FURTHER NOTICE that the Debtors assert that pursuant to 11 U.S.C. § 365, there is adequate assurance that the Proposed Cure Amount set forth on the Cure Schedule to be filed with the Court by 12:00 p.m. (Eastern) on March 5, 2009 will be paid in accordance with the terms of the Sale Order. Further, the Debtors assert that there is adequate assurance of the Potential Purchasers' future performance under the Lease to be assumed and assigned. Adequate Assurance Information, which includes information regarding the financial wherewithal of the Potential Purchaser, is attached hereto and evidence of the same will be adduced, if necessary, at the Sale Hearing. Prior to the date of the Closing, the Debtors may revise their decision with respect to the assumption and/or assignment of any Lease and provide a new notice amending the information provided in this notice.

**IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT  
MAY GRANT THE RELIEF DEMANDED BY THE APPLICATION WITHOUT FURTHER  
NOTICE OR HEARING.**

Dated: March 3, 2009

Richmond, Virginia SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM, LLP  
Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
P.O. Box 636  
Wilmington, Delaware 19899-0636  
(302) 651-3000

- and -

SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM, LLP  
Chris L. Dickerson, Esq.  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

- and -

MCGUIREWOODS LLP

/s/ Douglas M. Foley  
Dion W. Hayes (VSB No. 34304)  
Douglas Foley (VSB No. 34364)  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

Counsel for Debtors and Debtors  
in Possession

## **EXHIBIT**

For the purpose of confidentiality, the Exhibit to the Potential Purchaser Notice has been redacted.

## **EXHIBIT L**

Circuit City Stores, Inc.  
Special Party

Email

[anselld@gtlaw.com](mailto:anselld@gtlaw.com)

## **EXHIBIT M**

Circuit City Stores, Inc.  
Special Party

Name	Fax
OTR	<a href="#"><u>(614) 222-2917</u></a>

## **EXHIBIT N**

Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,  
LLP  
One Rodney Square  
PO Box 636  
Wilmington, Delaware 19899-0636  
(302) 651-3000

Dion W. Hayes (VSB No. 34304)  
Douglas M. Foley (VSB No. 34364)  
MCGUIREWOODS LLP  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

- and -

Chris L. Dickerson, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,  
LLP  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

Counsel to the Debtors and Debtors in  
Possession

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

----- x  
:  
In re: : Chapter 11  
:  
CIRCUIT CITY STORES, INC., : Case No. 08-35653-KRH  
et al., :  
:  
Debtors.<sup>1</sup> : Jointly Administered  
:  
: Hrg. Date: March 13, 2009 at  
: 10:00 a.m. (ET)  
:  
: Obj. Due: March 12, 2009 at  
: 5:00 p.m. (ET)  
----- x

---

<sup>1</sup> The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courcheval, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City Stores West Coast, Inc. is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

**NOTICE TO COUNTERPARTIES TO LEASES THAT THE DEBTORS HAVE  
IDENTIFIED A POTENTIAL PURCHASER OF UNEXPIRED NONRESIDENTIAL REAL  
PROPERTY LEASE**

PLEASE TAKE NOTICE that pursuant to the bidding procedures (the "Bidding Procedures")<sup>2</sup> approved by the Bankruptcy Court for the Eastern District of Virginia (the "Bankruptcy Court") in the Order Under Bankruptcy Code Sections 105, 363, And 365 (I) Approving Bidding And Auction Procedures For Sale Of Unexpired Nonresidential Real Property Leases, (II) Setting Sale Hearing Date And (III) Authorizing And Approving (A) Sale Of Certain Unexpired Nonresidential Real Property Leases Free And Clear Of All Interests, (B) Assumption And Assignment Of Certain Unexpired Nonresidential Real Property Leases And (C) Lease Rejection Procedures (the "Bidding And Rejection Procedures Order") (Docket No. 2242) entered on February 19, 2009, the debtors and debtors in possession in the above captioned cases (collectively, the "Debtors") have identified P.C. Richard & Son, Inc. as a potential purchaser (a "Potential Purchaser") of the lease referred to as location 3670, Eatontown (the "Lease").

PLEASE TAKE FURTHER NOTICE pursuant to the Bidding Procedures, the Lease to which you are a counterparty will be assumed and assigned to the Potential Purchaser if the sale is successful and approved by the Bankruptcy Court at the sale hearing to be held on **March 13, 2009 at 10:00 a.m. (Eastern)** (the "Sale Hearing") in the United States Bankruptcy Court for the Eastern District of Virginia, 701 East Broad Street, Room 5000, Richmond, VA 23219.

PLEASE TAKE FURTHER NOTICE that if more than one party has been identified as a Potential Purchaser, such parties may participate in an auction for the interest in the Lease at **10:00 a.m. (Eastern) on March 10, 2009** at the offices of Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, New York 10036 or such later time or other place as the Debtors shall determine.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the assumption and assignment of a Lease to a Potential Purchaser, who may ultimately become the Successful Bidder, must (a) be in writing, (b) state with specificity the legal and factual basis

---

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Bidding Procedures.

for such objection, (c) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Eastern District of Virginia, and the Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management, and Administrative Procedures (Docket No. 0130) (the "Case Management Order"), (d) be filed with Bankruptcy Court and (e) served in accordance with the Case Management Order so as to be **received** on or before **March 12, 2009 at 5:00 p.m. (Eastern)**.

PLEASE TAKE FURTHER NOTICE that if an objection to the assumption and assignment of the Lease is timely filed and served in accordance with the procedures above, a hearing with respect to the objection will be held before the Honorable Kevin R. Huennekens, United States Bankruptcy Judge for the Eastern District of Virginia at the Bankruptcy Court, 701 East Broad Street, Room 5000, Richmond, VA 23219, at the Sale Hearing or such other date and time as the Court may schedule. Only objections conforming to the requirements set forth herein and timely filed and received will be considered by the Bankruptcy Court at such hearing.

PLEASE TAKE FURTHER NOTICE that if no objection is timely filed and received with regard to the Lease, the non-Debtor counterparty to the Lease will be deemed to have consented to the assumption and assignment of the Lease to a Potential Purchaser that is selected as the Successful Bidder and will be forever barred from asserting any other claims as to such Lease, including, but not limited to, the propriety or effectiveness of the assumption and assignment of the Lease, against the Debtors or the Successful Bidder, or the property of either of them.

PLEASE TAKE FURTHER NOTICE that the Debtors assert that pursuant to 11 U.S.C. § 365, there is adequate assurance that the Proposed Cure Amount set forth on the Cure Schedule to be filed with the Court by 12:00 p.m. (Eastern) on March 5, 2009 will be paid in accordance with the terms of the Sale Order. Further, the Debtors assert that there is adequate assurance of the Potential Purchasers' future performance under the Lease to be assumed and assigned. Adequate Assurance Information, which includes information regarding the financial wherewithal of the Potential Purchaser, will be provided by the Potential Purchaser upon request and evidence of the same will be adduced, if necessary, at the Sale Hearing. Prior to the date of the Closing, the Debtors may revise their decision with respect to the assumption and/or assignment of any Lease and provide a new notice amending the information provided in this notice.

**IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT  
MAY GRANT THE RELIEF DEMANDED BY THE APPLICATION WITHOUT FURTHER  
NOTICE OR HEARING.**

Dated: March 3, 2009

Richmond, Virginia SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM, LLP  
Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
P.O. Box 636  
Wilmington, Delaware 19899-0636  
(302) 651-3000

- and -

SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM, LLP  
Chris L. Dickerson, Esq.  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

- and -

MCGUIREWOODS LLP

/s/ Douglas M. Foley  
Dion W. Hayes (VSB No. 34304)  
Douglas Foley (VSB No. 34364)  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

Counsel for Debtors and Debtors  
in Possession

# **EXHIBIT O**

Company Name	Notice Name	Address1	Address2	City	State	Zip	Country
36 MONMOUTH PLAZA LLC	MARCELO KLAJNBART	ACHS MANAGEMENT CORP	1412 BROADWAY 3RD FLOOR	NEW YORK	NY	10018	US

## **EXHIBIT P**

Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,  
LLP  
One Rodney Square  
PO Box 636  
Wilmington, Delaware 19899-0636  
(302) 651-3000

Dion W. Hayes (VSB No. 34304)  
Douglas M. Foley (VSB No. 34364)  
MCGUIREWOODS LLP  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

- and -

Chris L. Dickerson, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,  
LLP  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

Counsel to the Debtors and Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

----- x  
:  
In re: : Chapter 11  
:  
CIRCUIT CITY STORES, INC., : Case No. 08-35653-KRH  
et al., :  
:  
Debtors.<sup>1</sup> : Jointly Administered  
:  
: Hrg. Date: March 13, 2009 at  
: 10:00 a.m. (ET)  
:  
: Obj. Due: March 12, 2009 at  
: 5:00 p.m. (ET)  
----- x

---

<sup>1</sup> The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courcheval, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City Stores West Coast, Inc. is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

**NOTICE TO COUNTERPARTIES TO LEASES THAT THE DEBTORS HAVE  
IDENTIFIED A POTENTIAL PURCHASER OF UNEXPIRED NONRESIDENTIAL REAL  
PROPERTY LEASE**

PLEASE TAKE NOTICE that pursuant to the bidding procedures (the "Bidding Procedures")<sup>2</sup> approved by the Bankruptcy Court for the Eastern District of Virginia (the "Bankruptcy Court") in the Order Under Bankruptcy Code Sections 105, 363, And 365 (I) Approving Bidding And Auction Procedures For Sale Of Unexpired Nonresidential Real Property Leases, (II) Setting Sale Hearing Date And (III) Authorizing And Approving (A) Sale Of Certain Unexpired Nonresidential Real Property Leases Free And Clear Of All Interests, (B) Assumption And Assignment Of Certain Unexpired Nonresidential Real Property Leases And (C) Lease Rejection Procedures (the "Bidding And Rejection Procedures Order") (Docket No. 2242) entered on February 19, 2009, the debtors and debtors in possession in the above captioned cases (collectively, the "Debtors") have identified P.C. Richard & Son, Inc. as a potential purchaser (a "Potential Purchaser") of the lease referred to as location 3669, East Brunswick (the "Lease").

PLEASE TAKE FURTHER NOTICE pursuant to the Bidding Procedures, the Lease to which you are a counterparty will be assumed and assigned to the Potential Purchaser if the sale is successful and approved by the Bankruptcy Court at the sale hearing to be held on **March 13, 2009 at 10:00 a.m. (Eastern)** (the "Sale Hearing") in the United States Bankruptcy Court for the Eastern District of Virginia, 701 East Broad Street, Room 5000, Richmond, VA 23219.

PLEASE TAKE FURTHER NOTICE that if more than one party has been identified as a Potential Purchaser, such parties may participate in an auction for the interest in the Lease at **10:00 a.m. (Eastern) on March 10, 2009** at the offices of Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, New York 10036 or such later time or other place as the Debtors shall determine.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the assumption and assignment of a Lease to a Potential Purchaser, who may ultimately become the Successful Bidder, must (a) be in writing, (b) state with specificity the legal and factual basis

---

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Bidding Procedures.

for such objection, (c) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Eastern District of Virginia, and the Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management, and Administrative Procedures (Docket No. 0130) (the "Case Management Order"), (d) be filed with Bankruptcy Court and (e) served in accordance with the Case Management Order so as to be **received** on or before **March 12, 2009 at 5:00 p.m. (Eastern)**.

PLEASE TAKE FURTHER NOTICE that if an objection to the assumption and assignment of the Lease is timely filed and served in accordance with the procedures above, a hearing with respect to the objection will be held before the Honorable Kevin R. Huennekens, United States Bankruptcy Judge for the Eastern District of Virginia at the Bankruptcy Court, 701 East Broad Street, Room 5000, Richmond, VA 23219, at the Sale Hearing or such other date and time as the Court may schedule. Only objections conforming to the requirements set forth herein and timely filed and received will be considered by the Bankruptcy Court at such hearing.

PLEASE TAKE FURTHER NOTICE that if no objection is timely filed and received with regard to the Lease, the non-Debtor counterparty to the Lease will be deemed to have consented to the assumption and assignment of the Lease to a Potential Purchaser that is selected as the Successful Bidder and will be forever barred from asserting any other claims as to such Lease, including, but not limited to, the propriety or effectiveness of the assumption and assignment of the Lease, against the Debtors or the Successful Bidder, or the property of either of them.

PLEASE TAKE FURTHER NOTICE that the Debtors assert that pursuant to 11 U.S.C. § 365, there is adequate assurance that the Proposed Cure Amount set forth on the Cure Schedule to be filed with the Court by 12:00 p.m. (Eastern) on March 5, 2009 will be paid in accordance with the terms of the Sale Order. Further, the Debtors assert that there is adequate assurance of the Potential Purchasers' future performance under the Lease to be assumed and assigned. Adequate Assurance Information, which includes information regarding the financial wherewithal of the Potential Purchaser, will be provided by the Potential Purchaser upon request and evidence of the same will be adduced, if necessary, at the Sale Hearing. Prior to the date of the Closing, the Debtors may revise their decision with respect to the assumption and/or assignment of any Lease and provide a new notice amending the information provided in this notice.

**IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT  
MAY GRANT THE RELIEF DEMANDED BY THE APPLICATION WITHOUT FURTHER  
NOTICE OR HEARING.**

Dated: March 3, 2009

Richmond, Virginia SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM, LLP  
Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
P.O. Box 636  
Wilmington, Delaware 19899-0636  
(302) 651-3000

- and -

SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM, LLP  
Chris L. Dickerson, Esq.  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

- and -

MCGUIREWOODS LLP

/s/ Douglas M. Foley  
Dion W. Hayes (VSB No. 34304)  
Douglas Foley (VSB No. 34364)  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

Counsel for Debtors and Debtors  
in Possession

# **EXHIBIT Q**

Circuit City Stores, Inc.  
Special Party

Email
<a href="mailto:tandresen3@verizon.net">tandresen3@verizon.net</a>
<a href="mailto:bgray@sandsanderson.com">bgray@sandsanderson.com</a>

## **EXHIBIT R**

Circuit City Stores, Inc.  
Special Party

Name	Fax
Vornado Finance LLC	(201) 587-0600
Sands Anderson Marks & Miller	(804) 783-7291

# **EXHIBIT S**

Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,  
LLP  
One Rodney Square  
PO Box 636  
Wilmington, Delaware 19899-0636  
(302) 651-3000

Dion W. Hayes (VSB No. 34304)  
Douglas M. Foley (VSB No. 34364)  
MCGUIREWOODS LLP  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

- and -

Chris L. Dickerson, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,  
LLP  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

Counsel to the Debtors and Debtors in  
Possession

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

----- x  
:  
In re: : Chapter 11  
:  
CIRCUIT CITY STORES, INC., : Case No. 08-35653-KRH  
et al., :  
:  
Debtors.<sup>1</sup> : Jointly Administered  
:  
: Hrg. Date: March 13, 2009 at  
: 10:00 a.m. (ET)  
:  
: Obj. Due: March 12, 2009 at  
: 5:00 p.m. (ET)  
----- x

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<sup>1</sup> The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courcheval, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City Stores West Coast, Inc. is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

**NOTICE TO COUNTERPARTIES TO LEASES THAT THE DEBTORS HAVE  
IDENTIFIED A POTENTIAL PURCHASER OF UNEXPIRED NONRESIDENTIAL REAL  
PROPERTY LEASE**

PLEASE TAKE NOTICE that pursuant to the bidding procedures (the "Bidding Procedures")<sup>2</sup> approved by the Bankruptcy Court for the Eastern District of Virginia (the "Bankruptcy Court") in the Order Under Bankruptcy Code Sections 105, 363, And 365 (I) Approving Bidding And Auction Procedures For Sale Of Unexpired Nonresidential Real Property Leases, (II) Setting Sale Hearing Date And (III) Authorizing And Approving (A) Sale Of Certain Unexpired Nonresidential Real Property Leases Free And Clear Of All Interests, (B) Assumption And Assignment Of Certain Unexpired Nonresidential Real Property Leases And (C) Lease Rejection Procedures (the "Bidding And Rejection Procedures Order") (Docket No. 2242) entered on February 19, 2009, the debtors and debtors in possession in the above captioned cases (collectively, the "Debtors") have identified Best Buy Stores, L.P. as a potential purchaser (a "Potential Purchaser") of the lease referred to as location 3561, Mall at Millenia (the "Lease").

PLEASE TAKE FURTHER NOTICE pursuant to the Bidding Procedures, the Lease to which you are a counterparty will be assumed and assigned to the Potential Purchaser if the sale is successful and approved by the Bankruptcy Court at the sale hearing to be held on **March 13, 2009 at 10:00 a.m. (Eastern)** (the "Sale Hearing") in the United States Bankruptcy Court for the Eastern District of Virginia, 701 East Broad Street, Room 5000, Richmond, VA 23219.

PLEASE TAKE FURTHER NOTICE that if more than one party has been identified as a Potential Purchaser, such parties may participate in an auction for the interest in the Lease at **10:00 a.m. (Eastern) on March 10, 2009** at the offices of Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, New York 10036 or such later time or other place as the Debtors shall determine.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the assumption and assignment of a Lease to a Potential Purchaser, who may ultimately become the Successful Bidder, must (a) be in

---

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Bidding Procedures.

writing, (b) state with specificity the legal and factual basis for such objection, (c) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Eastern District of Virginia, and the Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management, and Administrative Procedures (Docket No. 0130) (the "Case Management Order"), (d) be filed with Bankruptcy Court and (e) served in accordance with the Case Management Order so as to be **received** on or before **March 12, 2009 at 5:00 p.m. (Eastern)**.

PLEASE TAKE FURTHER NOTICE that if an objection to the assumption and assignment of the Lease is timely filed and served in accordance with the procedures above, a hearing with respect to the objection will be held before the Honorable Kevin R. Huennekens, United States Bankruptcy Judge for the Eastern District of Virginia at the Bankruptcy Court, 701 East Broad Street, Room 5000, Richmond, VA 23219, at the Sale Hearing or such other date and time as the Court may schedule. Only objections conforming to the requirements set forth herein and timely filed and received will be considered by the Bankruptcy Court at such hearing.

PLEASE TAKE FURTHER NOTICE that if no objection is timely filed and received with regard to the Lease, the non-Debtor counterparty to the Lease will be deemed to have consented to the assumption and assignment of the Lease to a Potential Purchaser that is selected as the Successful Bidder and will be forever barred from asserting any other claims as to such Lease, including, but not limited to, the propriety or effectiveness of the assumption and assignment of the Lease, against the Debtors or the Successful Bidder, or the property of either of them.

PLEASE TAKE FURTHER NOTICE that the Debtors assert that pursuant to 11 U.S.C. § 365, there is adequate assurance that the Proposed Cure Amount set forth on the Cure Schedule to be filed with the Court by 12:00 p.m. (Eastern) on March 5, 2009 will be paid in accordance with the terms of the Sale Order. Further, the Debtors assert that there is adequate assurance of the Potential Purchasers' future performance under the Lease to be assumed and assigned. Adequate Assurance Information, which includes information regarding the financial wherewithal of the Potential Purchaser, is attached hereto and evidence of the same will be adduced, if necessary, at the Sale Hearing. Prior to the date of the Closing, the Debtors may revise their decision with respect to the assumption and/or assignment of any Lease and

provide a new notice amending the information provided in this notice.

**IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF DEMANDED BY THE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.**

Dated: March 3, 2009

Richmond, Virginia SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
P.O. Box 636  
Wilmington, Delaware 19899-0636  
(302) 651-3000

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Chris L. Dickerson, Esq.  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

- and -

MCGUIREWOODS LLP

/s/ Douglas M. Foley  
Dion W. Hayes (VSB No. 34304)  
Douglas Foley (VSB No. 34364)  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

Counsel for Debtors and Debtors  
in Possession

## **EXHIBIT**

For the purpose of confidentiality, the Exhibit to the Potential Purchaser Notice has been redacted.

## **EXHIBIT T**

Circuit City Stores, Inc.  
Landlord

Name	Fax	Email
CAMERON GROUP ASSOCIATES LLP	(407) 648-9230	<a href="mailto:rifemiller@gmail.com">rifemiller@gmail.com</a>

## **EXHIBIT U**

Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,  
LLP  
One Rodney Square  
PO Box 636  
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(302) 651-3000

Dion W. Hayes (VSB No. 34304)  
Douglas M. Foley (VSB No. 34364)  
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One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

- and -

Chris L. Dickerson, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,  
LLP  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

Counsel to the Debtors and Debtors in  
Possession

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

----- x  
:  
In re: : Chapter 11  
:  
CIRCUIT CITY STORES, INC., : Case No. 08-35653-KRH  
et al., :  
:  
Debtors.<sup>1</sup> : Jointly Administered  
:  
: Hrg. Date: March 13, 2009 at  
: 10:00 a.m. (ET)  
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: Obj. Due: March 12, 2009 at  
: 5:00 p.m. (ET)  
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<sup>1</sup> The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courcheval, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City Stores West Coast, Inc. is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

**NOTICE TO COUNTERPARTIES TO LEASES THAT THE DEBTORS HAVE  
IDENTIFIED A POTENTIAL PURCHASER OF UNEXPIRED NONRESIDENTIAL REAL  
PROPERTY LEASE**

PLEASE TAKE NOTICE that pursuant to the bidding procedures (the "Bidding Procedures")<sup>2</sup> approved by the Bankruptcy Court for the Eastern District of Virginia (the "Bankruptcy Court") in the Order Under Bankruptcy Code Sections 105, 363, And 365 (I) Approving Bidding And Auction Procedures For Sale Of Unexpired Nonresidential Real Property Leases, (II) Setting Sale Hearing Date And (III) Authorizing And Approving (A) Sale Of Certain Unexpired Nonresidential Real Property Leases Free And Clear Of All Interests, (B) Assumption And Assignment Of Certain Unexpired Nonresidential Real Property Leases And (C) Lease Rejection Procedures (the "Bidding And Rejection Procedures Order") (Docket No. 2242) entered on February 19, 2009, the debtors and debtors in possession in the above captioned cases (collectively, the "Debtors") have identified The TJX Companies, Inc. as a potential purchaser (a "Potential Purchaser") of the lease referred to as location 232, San Mateo (the "Lease").

PLEASE TAKE FURTHER NOTICE pursuant to the Bidding Procedures, the Lease to which you are a counterparty will be assumed and assigned to the Potential Purchaser if the sale is successful and approved by the Bankruptcy Court at the sale hearing to be held on **March 13, 2009 at 10:00 a.m. (Eastern)** (the "Sale Hearing") in the United States Bankruptcy Court for the Eastern District of Virginia, 701 East Broad Street, Room 5000, Richmond, VA 23219.

PLEASE TAKE FURTHER NOTICE that if more than one party has been identified as a Potential Purchaser, such parties may participate in an auction for the interest in the Lease at **10:00 a.m. (Eastern) on March 10, 2009** at the offices of Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, New York 10036 or such later time or other place as the Debtors shall determine.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the assumption and assignment of a Lease to a Potential Purchaser, who may ultimately become the Successful Bidder, must (a) be in writing, (b) state with specificity the legal and factual basis

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<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Bidding Procedures.

for such objection, (c) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Eastern District of Virginia, and the Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management, and Administrative Procedures (Docket No. 0130) (the "Case Management Order"), (d) be filed with Bankruptcy Court and (e) served in accordance with the Case Management Order so as to be **received** on or before **March 12, 2009 at 5:00 p.m. (Eastern)**.

PLEASE TAKE FURTHER NOTICE that if an objection to the assumption and assignment of the Lease is timely filed and served in accordance with the procedures above, a hearing with respect to the objection will be held before the Honorable Kevin R. Huennekens, United States Bankruptcy Judge for the Eastern District of Virginia at the Bankruptcy Court, 701 East Broad Street, Room 5000, Richmond, VA 23219, at the Sale Hearing or such other date and time as the Court may schedule. Only objections conforming to the requirements set forth herein and timely filed and received will be considered by the Bankruptcy Court at such hearing.

PLEASE TAKE FURTHER NOTICE that if no objection is timely filed and received with regard to the Lease, the non-Debtor counterparty to the Lease will be deemed to have consented to the assumption and assignment of the Lease to a Potential Purchaser that is selected as the Successful Bidder and will be forever barred from asserting any other claims as to such Lease, including, but not limited to, the propriety or effectiveness of the assumption and assignment of the Lease, against the Debtors or the Successful Bidder, or the property of either of them.

PLEASE TAKE FURTHER NOTICE that the Debtors assert that pursuant to 11 U.S.C. § 365, there is adequate assurance that the Proposed Cure Amount set forth on the Cure Schedule to be filed with the Court by 12:00 p.m. (Eastern) on March 5, 2009 will be paid in accordance with the terms of the Sale Order. Further, the Debtors assert that there is adequate assurance of the Potential Purchasers' future performance under the Lease to be assumed and assigned. Adequate Assurance Information, which includes information regarding the financial wherewithal of the Potential Purchaser, is attached hereto and evidence of the same will be adduced, if necessary, at the Sale Hearing. Prior to the date of the Closing, the Debtors may revise their decision with respect to the assumption and/or assignment of any Lease and provide a new notice amending the information provided in this notice.

**IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT  
MAY GRANT THE RELIEF DEMANDED BY THE APPLICATION WITHOUT FURTHER  
NOTICE OR HEARING.**

Dated: March 3, 2009

Richmond, Virginia      SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM, LLP  
Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
P.O. Box 636  
Wilmington, Delaware 19899-0636  
(302) 651-3000

- and -

SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM, LLP  
Chris L. Dickerson, Esq.  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

- and -

MCGUIREWOODS LLP

/s/ Douglas M. Foley  
Dion W. Hayes (VSB No. 34304)  
Douglas Foley (VSB No. 34364)  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

Counsel for Debtors and Debtors  
in Possession

## **EXHIBIT**

For the purpose of confidentiality, the Exhibit to the Potential Purchaser Notice has been redacted.

## **EXHIBIT V**

Circuit City Stores, Inc.  
Special Party

Name	Fax	Email
Ropes & Gray LLP	(617) 235-0745	<a href="mailto:heather.zelevinsky@ropesgray.com">heather.zelevinsky@ropesgray.com</a>
Concar Enterprises Inc		<a href="mailto:mmueller@cblaw.com">mmueller@cblaw.com</a>

## **EXHIBIT W**

Company Name	Notice Name	Address1	Address2	City	State	Zip	Country
CONCAR ENTERPRISES INC	JEFFREY ATKINSON SEC TREASURER	1700 SOUTH EL CAMINO REAL	SUITE 407	SAN MATEO	CA	94402-3050	US

## **EXHIBIT X**

Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,  
LLP  
One Rodney Square  
PO Box 636  
Wilmington, Delaware 19899-0636  
(302) 651-3000

Dion W. Hayes (VSB No. 34304)  
Douglas M. Foley (VSB No. 34364)  
MCGUIREWOODS LLP  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

- and -

Chris L. Dickerson, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,  
LLP  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

Counsel to the Debtors and Debtors in  
Possession

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

----- x  
:  
In re: : Chapter 11  
:  
CIRCUIT CITY STORES, INC., : Case No. 08-35653-KRH  
et al., :  
:  
Debtors.<sup>1</sup> : Jointly Administered  
:  
: Hrg. Date: March 13, 2009 at  
: 10:00 a.m. (ET)  
:  
: Obj. Due: March 12, 2009 at  
: 5:00 p.m. (ET)  
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<sup>1</sup> The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courcheval, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City Stores West Coast, Inc. is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

**NOTICE TO COUNTERPARTIES TO LEASES THAT THE DEBTORS HAVE  
IDENTIFIED A POTENTIAL PURCHASER OF UNEXPIRED NONRESIDENTIAL REAL  
PROPERTY LEASE**

PLEASE TAKE NOTICE that pursuant to the bidding procedures (the "Bidding Procedures")<sup>2</sup> approved by the Bankruptcy Court for the Eastern District of Virginia (the "Bankruptcy Court") in the Order Under Bankruptcy Code Sections 105, 363, And 365 (I) Approving Bidding And Auction Procedures For Sale Of Unexpired Nonresidential Real Property Leases, (II) Setting Sale Hearing Date And (III) Authorizing And Approving (A) Sale Of Certain Unexpired Nonresidential Real Property Leases Free And Clear Of All Interests, (B) Assumption And Assignment Of Certain Unexpired Nonresidential Real Property Leases And (C) Lease Rejection Procedures (the "Bidding And Rejection Procedures Order") (Docket No. 2242) entered on February 19, 2009, the debtors and debtors in possession in the above captioned cases (collectively, the "Debtors") have identified as potential purchasers (i) Best Buy Stores, L.P., (ii) P.C. Richard & Son, Inc. and (iii) America's Kids LLC (each, a "Potential Purchaser") of the lease referred to as location 3663, Gateway (the "Lease").

PLEASE TAKE FURTHER NOTICE pursuant to the Bidding Procedures, the Lease to which you are a counterparty will be assumed and assigned to the Potential Purchaser if the sale is successful and approved by the Bankruptcy Court at the sale hearing to be held on **March 13, 2009 at 10:00 a.m. (Eastern)** (the "Sale Hearing") in the United States Bankruptcy Court for the Eastern District of Virginia, 701 East Broad Street, Room 5000, Richmond, VA 23219.

PLEASE TAKE FURTHER NOTICE that if more than one party has been identified as a Potential Purchaser, such parties may participate in an auction for the interest in the Lease at **10:00 a.m. (Eastern) on March 10, 2009** at the offices of Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, New York 10036 or such later time or other place as the Debtors shall determine.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the assumption and assignment of the Lease to a Potential Purchaser, who may ultimately become the Successful Bidder, must

---

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Bidding Procedures.

(a) be in writing, (b) state with specificity the legal and factual basis for such objection, (c) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Eastern District of Virginia, and the Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management, and Administrative Procedures (Docket No. 0130) (the "Case Management Order"), (d) be filed with Bankruptcy Court and (e) served in accordance with the Case Management Order so as to be **received** on or before **March 12, 2009 at 5:00 p.m. (Eastern)**.

PLEASE TAKE FURTHER NOTICE that if an objection to the assumption and assignment of the Lease is timely filed and served in accordance with the procedures above, a hearing with respect to the objection will be held before the Honorable Kevin R. Huennekens, United States Bankruptcy Judge for the Eastern District of Virginia at the Bankruptcy Court, 701 East Broad Street, Room 5000, Richmond, VA 23219, at the Sale Hearing or such other date and time as the Court may schedule. Only objections conforming to the requirements set forth herein and timely filed and received will be considered by the Bankruptcy Court at such hearing.

PLEASE TAKE FURTHER NOTICE that if no objection is timely filed and received with regard to the Lease, the non-Debtor counterparty to the Lease will be deemed to have consented to the assumption and assignment of the Lease to a Potential Purchaser that is selected as the Successful Bidder and will be forever barred from asserting any other claims as to such Lease, including, but not limited to, the propriety or effectiveness of the assumption and assignment of the Lease, against the Debtors or the Successful Bidder, or the property of either of them.

PLEASE TAKE FURTHER NOTICE that the Debtors assert that pursuant to 11 U.S.C. § 365, there is adequate assurance that the Proposed Cure Amount set forth on the Cure Schedule to be filed with the Court by 12:00 p.m. (Eastern) on March 5, 2009 will be paid in accordance with the terms of the Sale Order. Further, the Debtors assert that there is adequate assurance of the Potential Purchasers' future performance under the Lease to be assumed and assigned. Adequate Assurance Information, which includes information regarding the financial wherewithal of Best Buy Stores, L.P., is attached hereto and evidence of the same will be adduced, if necessary, at the Sale Hearing. P.C. Richard & Sons, Inc. will provide Adequate Assurance Information upon request. America's Kids, LLC has been granted an extension to

provide Adequate Assurance Information and will do so no later than 4:00 p.m. (Eastern) on March 5, 2009. Prior to the date of the Closing, the Debtors may revise their decision with respect to the assumption and/or assignment of any Lease and provide a new notice amending the information provided in this notice.

**IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT  
MAY GRANT THE RELIEF DEMANDED BY THE APPLICATION WITHOUT FURTHER  
NOTICE OR HEARING.**

Dated: March 3, 2009

Richmond, Virginia SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM, LLP  
Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
P.O. Box 636  
Wilmington, Delaware 19899-0636  
(302) 651-3000

- and -

SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM, LLP  
Chris L. Dickerson, Esq.  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

- and -

MCGUIREWOODS LLP

/s/ Douglas M. Foley  
Dion W. Hayes (VSB No. 34304)  
Douglas Foley (VSB No. 34364)  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

Counsel for Debtors and Debtors  
in Possession

## **EXHIBIT**

For the purpose of confidentiality, the Exhibit to the Potential Purchaser Notice has been redacted.

## **EXHIBIT Y**

Circuit City Stores, Inc.  
Special Party

Email

[kushnickh@gtlaw.com](mailto:kushnickh@gtlaw.com)

## EXHIBIT Z

Company Name	Notice Name	Address1	Address2	City	State	Zip	Country
GATEWAY CENTER PROPERTIES III LLC	ANA BLUMENAU	625 MADISON AVENUE	C O RELATED RETAIL CORPORATION	NEW YORK	NY	10022	US